

# EXHIBIT A

United States Bankruptcy Court for the Western District of New York	
<b>Name of Debtor:</b> Rochester Drug Co-Operative, Inc.  <b>Case Number:</b> 20-20230	<b>For Court Use Only</b>  Claim Number: 0000022288  File Date: 07/31/2020 14:24:05

## Proof of Claim (Official Form 410)

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. With the exception of 503(b)(9), do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

**Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.**

04/19

<b>Part 1: Identify the Claim</b>	
<b>1. Who is the current creditor?</b> Name of the current creditor (the person or entity to be paid for this claim): Abbvie US LLC  Other names the creditor used with the debtor:	
<b>2. Has this claim been acquired from someone else?</b> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom?	
<b>3. Where should notices and payments to the creditor be sent?</b> Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	
<b>Where should notices to the creditor be sent?</b>  Name: Abbvie US LLC Address: Attn: Kohner, Mann & Kailas, S.C. 4650 N. Port Washington Road  City: Milwaukee State: WI ZIP Code: 53212  Country (if International): Phone: 4149625110 Email: kmksc@kmksc.com	<b>Where should payments to the creditor be sent? (if different)</b>  Name: Address:  City: State: ZIP Code:  Country (if International): Phone: Email:
<b>4. Does this claim amend one already filed?</b> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes.  Claim number on court claims register (if known)  Filed on MM / DD / YYYY	<b>5. Do you know if anyone else has filed a proof of claim for this claim?</b> <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes.  Who made the earlier filing?

**Part 2: Give Information About the Claim as of the Date the Case Was Filed****6. Do you have any number you use to identify the debtor?**☒ No☐ Yes.

Last 4 digits of the debtor's account or any number you use to identify the debtor:

\_\_\_\_ \_

**7. How much is the claim?**

\$ 1,539,906.31

**Does this amount include interest or other charges?**☒ No☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).**8. What is the basis of the claim?**

Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information.

Goods Sold/Services (Trade Claim)

**9. Is all or part of the claim secured?**☐ No☒ Yes. The claim is secured by a lien on property.**Nature of property:**☐ Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (official Form 410-A) with this *Proof of Claim*.☐ Motor vehicle☒ Other. Describe: Possession/Setoff/Recoupment rights**Basis for perfection:**

Possession

Attach redacted copies of documents, if any, that show evidence of perfection of security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

**Value of property:** \$ 243,299.71**Amount of the claim that is secured:** \$ 243,299.71**Amount of the claim that is unsecured:** \$ 1,296,606.60

(The sum of the secured and unsecured amounts should match the amount in line 7.)

**Amount necessary to cure any default as of the date of the petition:** \$ 1,539,906.31**Annual Interest Rate** (when case was filed) \_\_\_\_\_%☐ Fixed ☐ Variable**10. Is this claim based on a lease?**☒ No☐ Yes. Amount necessary to cure any default as of the date of petition.

\$ \_\_\_\_\_

**11. Is this claim subject to a right of setoff?**☐ No☒ Yes. Identify the property:

Credits/Rebates

**12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?**☒ No☐ Yes. Check one:☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).☐ Up to \$3,025\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).☐ Wages, salaries, or commissions (up to \$13,650\*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).☐ Other. Specify subsection of 11 U.S.C. § 507 (a) (\_\_\_\_\_) that applies.

\* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

**Amount entitled to priority**

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

**13. Does this claim qualify as an Administrative Expense under 11 U.S.C. § 503(b)(9)?**☒ No☐ Yes. Amount that qualifies as an Administrative Expense under 11 U.S.C. § 503(b)(9): \$ \_\_\_\_\_

**Part 3: Sign Below**

**The person completing this proof of claim must sign and date it. FRBP 9011(b).**

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.**

*Check the appropriate box:*

- ☐ I am the creditor.
- ☒ I am the creditor's attorney or authorized agent.
- ☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
- ☐ I am a guarantor, surety, endorser, or other co-debtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Charles Fiergola 07/31/2020 14:24:05  
Signature Date

**Provide the name and contact information of the person completing and signing this claim:**

Name Charles Fiergola

Address Kohner, Mann & Kailas, S.C.  
4650 N. Port Washington Road

City Milwaukee

State WI Zip 53212

Country (in international) \_\_\_\_\_

Phone 4149625110

Email cfiergola@kmksc.com

**EXHIBIT A**  
To Proof of Claim  
of  
Abbvie US LLC

**In re Rochester Drug Co-Operative, Inc.**  
Case No. 20-20230

The claim set forth in the proof of claim in the amount of \$1,539,906.31 may be amended and supplemented as additional information and documentation are compiled by creditor. Creditor reserves its right to amend its proof of claim to change the amount, type and priority of the claims set forth and to supplement the documentation provided in support of the claim.

Creditor supplies pharmaceutical and biologic products to the debtor, with amounts outstanding as indicated on the spreadsheet attached hereto. Said spreadsheet includes some invoices and credits dated after the petition date, but all of which relate to pre-petition sales. There is a Distribution Agreement, dated February 1, 2018, (as amended, the "Distribution Agreement"), which governs goods and services provided by the Creditor to Debtor. Creditor reserves the right to pursue any and all non-debtors, including any guarantors, for all amounts asserted herein.

Creditor's secured claim in the amount of not less than \$243,299.71 represents credit memo/rebate amounts potentially owed to Debtor under the Distribution Agreement. All of these amounts constitute security for Creditor's claim under Sections 506 and 553 of the Bankruptcy Code because they are subject to Creditor's general rights of setoff and recoupment against the debtor based on the amounts owed between debtor and Creditor. Creditor specifically reserves the right to assert its rights of recoupment and does not waive the same by asserting setoff rights herein. In addition, Creditor reserves the right to assert setoff and recoupment rights with regard to any credit memos, refunds or rebates that might be earned after the Petition Date, and any other credit memos or rebates for the pre-Petition Date or post-petition periods that have not yet been calculated.

The documents supporting this claim are voluminous and include the Distribution Agreement, invoices, service orders and other documents. Due to the confidential pricing information contained in the Distribution Agreement and the invoices, neither the Distribution Agreement nor any invoices are attached, but will be provided upon request, subject to appropriate confidentiality restrictions. Based on the foregoing, only this summary and the statement of account are attached to this claim at this time.

A request for additional documents from creditor to supplement this claim should be sent in writing to:

Charles M. Fiergola, Esq.  
Kohner, Mann & Kailas, S.C.  
4650 North Port Washington Road  
Milwaukee, WI 53212-1059  
(414) 962-5110  
(414) 962-8725 (fax)

Abbvie US LLC  
Rochester Drug Co-Operative, Inc. - Statement of Account

Reference	Assignment	DocumentNo	Type	RCd	Doc. Date	Net due dt	Amt in loc.cur.
0602599628 UED	0602599628	1400105965	DZ	D01	02/05/2020	01/20/2020	\$304.94
*0000159335	Return-shortdated	1400092957	DZ	M04	12/23/2019	12/23/2019	\$1,440.20
0602587184 UED	0602587184	1400094235	DZ	D01	01/17/2020	12/25/2019	\$1,241.78
0602587183 UED	0602587183	1400094235	DZ	D01	01/17/2020	12/25/2019	\$620.89
0602589875 UED	0602589875	1400094537	DZ	D01	01/22/2020	01/08/2020	\$620.89
0602592519 UED	0602592519	1400094613	DZ	D01	01/24/2020	12/30/2019	\$620.89
0602592518 UED	0602592518	1400094613	DZ	D01	01/24/2020	12/30/2019	\$7,952.19
0602592517 UED	0602592517	1400094613	DZ	D01	01/24/2020	12/30/2019	\$1,241.78
0602592516 UED	0602592516	1400094613	DZ	D01	01/24/2020	12/30/2019	\$620.89
0602592515 UED	0602592515	1400094613	DZ	D01	01/24/2020	12/30/2019	\$724.37
0602592514 UED	0602592514	1400094613	DZ	D01	01/24/2020	12/30/2019	\$413.93
0602568875 UED	0602568875	1400094613	DZ	D01	01/24/2020	12/31/2019	\$441.45
0602568874 UED	0602568874	1400094613	DZ	D01	01/24/2020	12/31/2019	\$303.27
0602568876 UED	0602568876	1400094613	DZ	D01	01/24/2020	12/31/2019	\$72.39
0602596826 UED	0602596826	1400095258	DZ	D01	02/05/2020	01/20/2020	\$1,241.78
0602596825 UED	0602596825	1400095258	DZ	D01	02/05/2020	01/20/2020	\$1,862.67
0602596106 UED	0602596106	1400095258	DZ	D01	02/05/2020	01/20/2020	\$931.34
0602587784 UED	0602587784	1400095258	DZ	D01	02/05/2020	01/20/2020	\$561.62
0060646014	0060646014	830141400	RD	H02	02/27/2020	04/02/2020	\$2,800.42
DSA RDC Q3 2019	DSA RDC Q3 2019 Se	830161295	RD	M13	12/02/2019	01/06/2020	\$0.05
RMA5.39	RMA5.39	830163193	RD		03/04/2020	04/08/2020	\$5.39
DSA RDC Q4 2019	DSA RDC Q4 2019 Se	830169521	RD		03/16/2020	04/20/2020	\$2.17
RMA3.62	RMA3.62	830174722	RD	C09	02/06/2020	03/12/2020	\$1.05
RMA3.62	RMA3.62	830174723	RD	C09	02/06/2020	03/12/2020	\$2.57
6450141	0602596229	602596229	RV		12/26/2019	01/30/2020	\$13,946.34
6450141	0602596230	602596230	RV		12/26/2019	01/30/2020	\$33,842.15
6435819	0602600971	602600971	RV		12/17/2019	01/21/2020	\$9,297.56
6486636	0602601206	602601206	RV		01/10/2020	02/14/2020	\$10,846.90
6486633	0602601207	602601207	RV		01/10/2020	02/14/2020	\$12,511.19
6491513	0602609700	602609700	RV		01/14/2020	02/18/2020	\$1,664.27
6497151	0602611252	602611252	RV		01/17/2020	02/21/2020	\$3,328.54
6491512	0602570483	602570483	RV		01/15/2020	02/19/2020	\$32,071.92
6491515	0602570484	602570484	RV		01/15/2020	02/19/2020	\$11,380.21
6491512	0602570485	602570485	RV		01/15/2020	02/19/2020	\$124,233.57
6497155	0602583863	602583863	RV		01/21/2020	02/25/2020	\$197.60
6497156	0602583864	602583864	RV		01/21/2020	02/25/2020	\$33,341.82
6450154	0602587086	602587086	RV		12/20/2019	01/24/2020	\$1,116.06
6466554	0602587298	602587298	RV		12/27/2019	01/31/2020	\$2,098.56
6466560	0602587299	602587299	RV		12/27/2019	01/31/2020	\$668.82
6466560	0602587300	602587300	RV		12/27/2019	01/31/2020	\$668.64
6491516	0602591056	602591056	RV		01/14/2020	02/18/2020	\$5,556.97
6491515	0602591057	602591057	RV		01/14/2020	02/18/2020	\$7,160.80
6440864	0602595417	602595417	RV		12/18/2019	01/22/2020	\$187,661.57
6440867	0602595418	602595418	RV		12/18/2019	01/22/2020	\$4,680.15
6440864	0602595419	602595419	RV		12/18/2019	01/22/2020	\$22,464.72
6450154	0602595950	602595950	RV		12/20/2019	01/24/2020	\$7,488.24
6450154	0602595951	602595951	RV		12/20/2019	01/24/2020	\$26,987.67

Abbvie US LLC  
Rochester Drug Co-Operative, Inc. - Statement of Account

Reference	Assignment	DocumentNo	Type	RCd	Doc. Date	Net due dt	Amt in loc.cur.
6458257	0602596135	602596135	RV		12/26/2019	01/30/2020	\$14,477.68
6458255	0602596136	602596136	RV		12/26/2019	01/30/2020	\$136,518.33
6450140	0602596137	602596137	RV		12/26/2019	01/30/2020	\$263,096.22
6450140	0602596138	602596138	RV		12/26/2019	01/30/2020	\$22,464.72
6440867	0602596847	602596847	RV		12/17/2019	01/21/2020	\$2,488.00
6440868	0602598430	602598430	RV		12/18/2019	01/22/2020	\$31,044.54
6440865	0602598431	602598431	RV		12/18/2019	01/22/2020	\$62,089.08
6440868	0602598432	602598432	RV		12/18/2019	01/22/2020	\$62,089.08
6458257	0602600654	602600654	RV		12/26/2019	01/30/2020	\$5,616.18
6497150	0602601161	602601161	RV		01/17/2020	02/21/2020	\$32,988.02
6497155	0602601162	602601162	RV		01/17/2020	02/21/2020	\$9,639.87
6497150	0602601163	602601163	RV		01/17/2020	02/21/2020	\$16,901.21
6497155	0602601164	602601164	RV		01/17/2020	02/21/2020	\$22,057.81
6486635	0602601778	602601778	RV		01/10/2020	02/14/2020	\$22,324.41
6486635	0602601779	602601779	RV		01/10/2020	02/14/2020	\$296.40
6486635	0602601780	602601780	RV		01/10/2020	02/14/2020	\$25,178.61
6497152	0602605147	602605147	RV		01/21/2020	02/25/2020	\$33,341.82
6497152	0602605148	602605148	RV		01/21/2020	02/25/2020	\$11,113.96
6486634	0602606473	602606473	RV		01/13/2020	02/17/2020	\$33,341.82
6486637	0602606474	602606474	RV		01/13/2020	02/17/2020	\$33,341.82
6486634	0602606475	602606475	RV		01/13/2020	02/17/2020	\$16,670.93
6486634	0602606476	602606476	RV		01/13/2020	02/17/2020	\$66,683.64
6486637	0602606477	602606477	RV		01/13/2020	02/17/2020	\$33,341.82
6486637	0602606478	602606478	RV		01/13/2020	02/17/2020	\$5,556.97
	830171660	830171660			04/06/2020	05/11/2020	\$2.83
	830168972	830168972			05/06/2020	06/10/2020	\$0.35
	830175824	830175824			06/04/2020	07/09/2020	\$17.63
	830169040	830169040			07/07/2020	08/11/2020	\$41.79
						<b>Total:</b>	<b>\$1,539,906.13</b>

Abbvie US LLC

Rochester Drug Co-Operative, Inc. - Statement of Account - Credit Memo/Rebate

Reference	Assignment	DocumentNo	Type	RCd	Doc. Date	Net due dt	Amt in loc.cur.
RMA108.47	RMA108.47	801003850	RC	C09	02/06/2020	02/06/2020	(\$108.47)
RMA221.53	RMA221.53	801003851	RC	C09	02/06/2020	02/06/2020	(\$221.53)
DSA RDC Q3 2019	DSA RDC Q3 2019 Se	801023079	RC	M13	12/02/2019	12/02/2019	(\$629.63)
RMA511.90	RMA511.90	801024817	RC	C09	12/05/2019	12/05/2019	(\$511.90)
RMA940.26	RMA940.26	801033392	RC	C09	01/08/2020	01/08/2020	(\$940.26)
DSA RDC Q4 2019	DSA RDC Q4 2019 Se	801042891	RC		03/16/2020	03/16/2020	(\$197.13)
BSH0819	BSH0819	800998764	RC	R04	01/06/2020	01/06/2020	(\$100.18)
RMA3961.47	RMA3961.47	801003057	RC	C09	11/06/2019	11/06/2019	(\$3,961.47)
RMA3739.09	RMA3739.09	801004283	RC	C09	12/05/2019	12/05/2019	(\$3,739.09)
RMA11302.32	RMA11302.32	801004284	RC	C09	12/05/2019	12/05/2019	(\$11,302.32)
DSA RDC Q3 2019	DSA RDC Q3 2019 Se	801008990	RC	M13	12/02/2019	12/02/2019	(\$114,356.81)
RMA4544.69	RMA4544.69	801019862	RC	C09	01/08/2020	01/08/2020	(\$4,544.69)
RMA15131.39	RMA15131.39	801019863	RC	C09	01/08/2020	01/08/2020	(\$15,131.39)
EK5231608661	EK5231608661	801030903	RC	R01	01/07/2020	01/07/2020	(\$55.63)
EK8031108661	EK8031108661	801030904	RC	R01	01/07/2020	01/07/2020	(\$16.29)
0602580345	6435822	801031298	RC	H02	01/24/2020	01/24/2020	(\$257.17)
0060638658	0060638658	801033827	RC	H02	01/09/2020	01/09/2020	(\$2,787.83)
EXPNCR1019145655	EXPNCR1019145655	801034313	RC	R01	01/10/2020	01/10/2020	(\$33.20)
EXPNCR1019145656	EXPNCR1019145656	801034314	RC	R01	01/10/2020	01/10/2020	(\$200.48)
EXPNCR1019145657	EXPNCR1019145657	801034315	RC	R01	01/10/2020	01/10/2020	(\$100.31)
RK1K90608661	RK1K90608661	801035991	RC	R01	01/17/2020	01/17/2020	(\$12.80)
VL1119	VL1119	801037263	RC	R01	02/17/2020	02/17/2020	(\$68.93)
NS042319A0719-11	NS042319A0719-1141	801038393	RC	R01	01/28/2020	01/28/2020	(\$38.63)
0060641747	0060641747	801040013	RC	H02	01/30/2020	01/30/2020	(\$2,995.64)
0060641746	0060641746	801040014	RC	H02	01/30/2020	01/30/2020	(\$885.20)
0060641919	0060641919	801040131	RC	H02	01/30/2020	01/30/2020	(\$67.00)
RMA1934.45	RMA1934.45	801040464	RC	C09	02/06/2020	02/06/2020	(\$19.49)
RMA1934.45	RMA1934.45	801040465	RC	C09	02/06/2020	02/06/2020	(\$1,636.45)
RMA1934.45	RMA1934.45	801040466	RC	C09	02/06/2020	02/06/2020	(\$278.51)
RMA3062.01	RMA3062.01	801040467	RC	C09	02/06/2020	02/06/2020	(\$3,062.01)
RDCS209606	RDCS209606	801042327	RC	R01	02/04/2020	02/04/2020	(\$469.75)
0060642847	0060642847	801043177	RC	H02	02/06/2020	02/06/2020	(\$240.05)
0060643032	0060643032	801043249	RC	H02	02/06/2020	02/06/2020	(\$2,881.96)
0060643849	0060643849	801045486	RC	H02	02/13/2020	02/13/2020	(\$442.60)
0060644021	0060644021	801045613	RC	H02	02/13/2020	02/13/2020	(\$1,460.94)
0060644023	0060644023	801045614	RC	H02	02/13/2020	02/13/2020	(\$5,556.95)
DSA RDC Q4 2019	DSA RDC Q4 2019 Se	801048618	RC		03/16/2020	03/16/2020	(\$48,529.86)
0060645849	0060645849	801049534	RC	H02	02/27/2020	02/27/2020	(\$1,076.32)
0060646015	0060646015	801049725	RC	H02	02/27/2020	02/27/2020	(\$2,800.42)
		801034486			03/22/2020	03/02/2020	(\$150.90)
		801059802			03/26/2020	03/26/2020	(\$4,979.00)
		801045146			03/27/2020	03/27/2020	(\$131.98)
		801062535			04/27/2020	04/27/2020	(\$35.04)
		801073943			05/01/2020	05/01/2020	(\$140.10)
		801070804			05/07/2020	05/07/2020	(\$34.99)
		801078917			05/11/2020	05/11/2020	(\$148.51)
		801078918			05/11/2020	05/11/2020	(\$1.28)
		801079046			05/14/2020	05/14/2020	(\$48.96)



Abbvie US LLC

Rochester Drug Co-Operative, Inc. - Statement of Account - Credit Memo/Rebate

Reference	Assignment	DocumentNo	Type	RCd	Doc. Date	Net due dt	Amt in loc.cur.
		801083202			05/26/2020	05/26/2020	(\$1,440.20)
		801079946			06/01/2020	06/01/2020	(\$2,880.40)
		801084151			06/01/2020	06/01/2020	(\$1,298.51)
		801075765			06/26/2020	06/26/2020	(\$160.70)
		801090290			07/15/2020	07/15/2020	(\$102.91)
		801070939			07/21/2020	07/21/2020	(\$26.94)
<b>Total:</b>							<b>(\$243,299.71)</b>